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City of Santa Clara

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Bruce H. Wolfe, Executive Officer
California Regional Water Quality Control Board
San Francisco Bay Region
1515 Clay Street, Suite 1400
Oakland, California 94612

BRENDA DAVIS
SANTA CLARA COUNTY RECORDER
Recorded at the request of
City

RDE # 06
7/03/2006
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AUG 4 2006

**COVENANT AND ENVIRONMENTAL RESTRICTION
ON PROPERTY**

888 Reed Street, Santa Clara, California

This Covenant and Environmental Restriction on Property (this "Covenant") is made as of the 15th day of June, 2006 by the City of Santa Clara ("Covenantor") who is the Owner of record of that certain property situated at 888 Reed Street, in the City of Santa Clara, County of Santa Clara, State of California, which is more particularly described in Exhibit A attached hereto and incorporated herein by this reference (such portion hereinafter referred to as the "Burdened Property"), for the benefit of the California Regional Water Quality Control Board for the San Francisco Bay Region (the "Board"), with reference to the following facts:

A. The Burdened Property and groundwater underlying the property contains hazardous materials.

B. Contamination of the Burdened Property. Soil at the Burdened Property was contaminated by a leaking underground storage tank containing gasoline located on the property when operated by the City of Santa Clara until 1989. These operations resulted in contamination of soil and groundwater with petroleum-related organic chemicals including benzene, ethyl benzene, toluene, and xylenes, which constitute hazardous materials as that term is defined in Health & Safety Code Section 25260. The underground storage tank was removed in 1989 along with soil containing some of the petroleum hydrocarbons in the vicinity of the tank.

C. Exposure Pathways. The contaminants addressed in this Covenant are present in soil and groundwater on the Burdened Property. Without the protective measures, covenants, conditions and restrictions contained in this document, exposure to these contaminants could take place via direct ingestion or in-place contact with groundwater, and/or dermal contact, inhalation, or ingestion of soil by humans. The risk of public exposure to the contaminants has been substantially lessened by the remediation and controls described herein. Based on a review and analysis of the data collected and known environmental conditions, no unacceptable human health risks exist on the

Burdened Property for the intended future site use as a dog park. However, because of the contaminants that remain beneath the site, other uses should not occur on the Burdened Property unless the risk to human health is analyzed for the use and the Board specifically approves such uses in writing.

D. Adjacent Land Uses and Population Potentially Affected. The Burdened Property will be used for a dog park and is located in an area with an industrial land use classification as defined in the City of Santa Clara General Plan.

E. Full and voluntary disclosure to the Board of the presence of hazardous materials on the Burdened Property has been made and extensive sampling of the Burdened Property has been conducted.

F. Covenantor desires and intends that in order to benefit the Board, and to protect the present and future public health and safety, the Burdened Property shall be used in such a manner as to avoid potential harm to persons or property that may result from hazardous materials that may have been deposited on portions of the Burdened Property.

ARTICLE I GENERAL PROVISIONS

1.1 Provisions to Run with the Land. This Covenant sets forth protective provisions, covenants, conditions and restrictions (collectively referred to as "Restrictions") upon and subject to which the Burdened Property and every portion thereof shall be improved, held, used, occupied, leased, sold, hypothecated, encumbered, and/or conveyed. The restrictions set forth in Article III are reasonably necessary to protect present and future human health and safety or the environment as a result of the presence on the land of hazardous materials. Each and all of the Restrictions shall run with the land, and pass with each and every portion of the Burdened Property, and shall apply to, inure to the benefit of, and bind the respective successors in interest thereof, for the benefit of the Board and all Owners and Occupants. Each and all of the Restrictions are imposed upon the entire Burdened Property unless expressly stated as applicable to a specific portion of the Burdened Property. Each and all of the Restrictions run with the land pursuant to section 1471 of the Civil Code. Each and all of the Restrictions are enforceable by the Board.

1.2 Concurrence of Owners and Lessees Presumed. All purchasers, lessees, or possessors of any portion of the Burdened Property shall be deemed by their purchase, leasing, or possession of such Burdened Property, to be in accord with the foregoing and to agree for and among themselves, their heirs, successors, and assignees, and the agents, employees, and lessees of such owners, heirs, successors, and assignees, that the Restrictions as herein established must be adhered to for the benefit of the Board and the Owners and Occupants of the Burdened Property and that the interest of the Owners and Occupants of the Burdened Property shall be subject to the Restrictions contained herein.

1.3 Incorporation into Deeds and Leases. Covenantor desires and covenants that the Restrictions set out herein shall be incorporated in and attached to each and all deeds and leases of any portion of the Burdened Property. Recordation of this Covenant shall be deemed binding on all successors, assigns, and lessees, regardless of whether a copy of this Covenant and Agreement has been attached to or incorporated into any given deed or lease.

1.4 Purpose. It is the purpose of this instrument to convey to the Board real property rights, which will run with the land, to protect human health and the environment by reducing the risk of exposure to residual hazardous materials.

ARTICLE II DEFINITIONS

2.1 Board. "Board" shall mean the California Regional Water Quality Control Board for the San Francisco Bay Region and shall include its successor agencies, if any.

2.2 Improvements. "Improvements" shall mean all buildings, roads, driveways, regradings, and paved parking areas, constructed or placed upon any portion of the Burdened Property.

2.3 Occupants. "Occupants" shall mean Owners and those persons entitled by ownership, leasehold, or other legal relationship to the exclusive right to use and/or occupy all or any portion of the Burdened Property.

2.4 Owner or Owners. "Owner" or "Owners" shall mean the Covenantor and/or its successors in interest, who hold title to all or any portion of the Burdened Property.

ARTICLE III DEVELOPMENT, USE AND CONVEYANCE OF THE BURDENED PROPERTY

3.1 Restrictions on Development and Use. Covenantor promises to restrict the use of the Burdened Property as follows:

a. Development of the Burdened Property shall be restricted to low impact uses such as a dog park, or industrial land uses as defined by the City of Santa Clara General Plan;

b. No Owners or Occupants of the Burdened Property shall construct any buildings on the Burdened Property, other than the restroom building that is planned for the dog park, unless the risk to human health is analyzed for that use and expressly permitted in writing by the Board;

c. No residence for human habitation shall be permitted on the Burdened Property;

- d. No hospitals shall be permitted on the Burdened Property;
- e. No schools for persons under 21 years of age shall be permitted on the Burdened Property;
- f. No day care centers for children or day care centers for Senior Citizens shall be permitted on the Burdened Property;
- g. The groundwater underlying the Burdened Property shall not be used for any purposes, including but not limited to, domestic, potable, or industrial purposes, unless expressly permitted in writing by the Board;
- h. All uses and development of the Burdened Property shall be consistent with the terms and conditions set forth in that certain "Site Management Plan", dated January 2006 and attached hereto as "Exhibit B", and with any applicable Board Order, each of which is hereby incorporated by reference, including future amendments thereto;
- i. No Owners or Occupants of the Burdened Property or any portion thereof shall conduct any excavation work on the Property other than as outlined in the Site Management Plan, unless expressly permitted in writing by the Board. Any contaminated soils brought to the surface by grading, excavation, trenching, or backfilling shall be managed by Covenantor or his agent in accordance with all applicable provisions of local, state and federal law;
- j. No Owners or Occupants of the Burdened Property or any portion thereof shall drill, bore, otherwise construct, or use a well for the purpose of extracting water for any use, including but not limited to, domestic, potable, or industrial uses, unless expressly permitted in writing by the Board;
- k. The Covenantor agrees that the Board, and/or any persons acting pursuant to Board orders, shall have reasonable access to the Burdened Property for the purposes of inspection, surveillance, maintenance, or monitoring, as provided for in Division 7 of the Water Code;
- l. No Owner or Occupant of the Burdened Property shall act in any manner that will aggravate or contribute to the existing environmental conditions of the Burdened Property.

3.2 Enforcement. Failure of an Owner or Occupant to comply with any of the restrictions, as set forth in paragraph 3.1, shall be grounds for the Board, by reason of this Covenant, to have the authority to require that the Owner return the Burdened Property to a condition that is in compliance with that paragraph and modify or remove any Improvements constructed in violation of that paragraph. Violation of the Covenant shall be grounds for the Board to file civil actions against the Owner as provided by law.

3.3 Notice in Agreements. After the date of recordation hereof, all Owners and Occupants shall execute a written instrument which shall accompany all purchase agreements or leases relating to the property. Any such instrument shall contain the following statement:

The land described herein contains hazardous materials in soils and in the groundwater under the property, and is subject to a deed restriction dated as of _____, 2006, and recorded on _____, 2006, in the Official Records of Santa Clara County, California, as Document No. _____, which Covenant and Environmental Restriction imposes certain covenants, conditions, and restrictions on usage of the property described herein. This statement is not a declaration that a hazard exists.

ARTICLE IV VARIANCE AND TERMINATION

4.1 Variance. Any Owner or, with the Owner's consent, any Occupant of the Burdened Property or any portion thereof may apply to the Board for a written variance from the provisions of this Covenant.

4.2 Termination. Any Owner or, with the Owner's consent, any Occupant of the Burdened Property or a portion thereof may apply to the Board for a termination of the Restrictions as they apply to all or any portion of the Burdened Property.

4.3 Term. Unless terminated in accordance with paragraph 4.2 above, by law or otherwise, this Covenant shall continue in effect in perpetuity.

ARTICLE V MISCELLANEOUS

5.1 No Dedication Intended. Nothing set forth herein shall be construed to be a gift or dedication, or offer of a gift or dedication, of the Burdened Property or any portion thereof to the general public.

5.2 Notices. Whenever any person gives or serves any notice, demand, or other communication with respect to this Covenant, each such notice, demand, or other communication shall be in writing and shall be deemed effective (1) when delivered, if personally delivered to the person being served or official of a government agency being served, or (2) three (3) business days after deposit in the mail if mailed by United States mail, postage paid certified, return receipt requested:

If To: "Covenantor"
City of Santa Clara – City Engineer
1500 Warburton Avenue
Santa Clara, California 95050

If To: "Board"
Regional Water Quality Control Board
San Francisco Bay Region
Attention: Executive Officer
1515 Clay Street, Suite 1400
Oakland, California 94612

5.3 Partial Invalidity. If any portion of the Restrictions or terms set forth herein is determined to be invalid for any reason, the remaining portion shall remain in full force and effect as if such portion had not been included herein.

5.4 Article Headings. Headings at the beginning of each numbered article of this Covenant are solely for the convenience of the parties and are not a part of the Covenant.

5.5 Recordation. This instrument shall be executed by the Covenantor and by the Executive Officer of the Board. This instrument shall be recorded by the Covenantor in the County of Santa Clara within ten (10) days of the date of execution.

5.6 References. All references to Code sections include successor provisions.

5.7 Construction. Any general rule of construction to the contrary notwithstanding, this instrument shall be liberally construed in favor of the Covenant to effect the purpose of this instrument and the policy and purpose of the Water Code. If any provision of this instrument is found to be ambiguous, an interpretation consistent with the purpose of this instrument that would render the provision valid shall be favored over any interpretation that would render it invalid.

IN WITNESS WHEREOF, the parties execute this Covenant as of the date set forth above.

Covenantor: Jennifer Sparacino
By: Jennifer Sparacino
Title: City Manager
Date: 6-15-2006

APPROVED AS TO FORM:
Michael R. Downey
MICHAEL R. DOWNEY
City Attorney

Agency: State of California
Regional Water Quality Board,
San Francisco Bay Region

By: Prince V. Wade
Title: Executive Officer
Date: June 28, 2006

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California

County of Alameda

SS.

On 6/28/2006

Date

, before me,

Howard Leong, Notary Public

Name and Title of Officer (e.g., "Jane Doe, Notary Public")

personally appeared

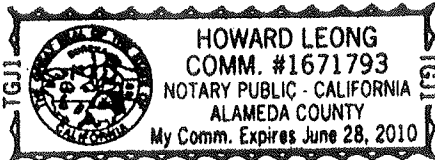
BRUCE H WOLFE

Name(s) of Signer(s)

☐ personally known to me

☒ proved to me on the basis of satisfactory evidence

to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



Place Notary Seal Above

WITNESS my hand and official seal.

Howard Leong

Signature of Notary Public

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document:

COVENANT

Document Date:

Number of Pages:

Signer(s) Other Than Named Above:

Capacity(ies) Claimed by Signer

Signer's Name:

☐ Individual

☐ Corporate Officer — Title(s):

☐ Partner — ☐ Limited ☐ General

☐ Attorney in Fact

☐ Trustee

☐ Guardian or Conservator

☐ Other:

Signer Is Representing:

RIGHT THUMBPRINT
OF SIGNER
Top of thumb here

STATE OF CALIFORNIA)

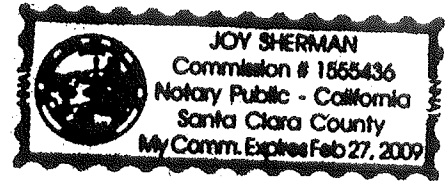
COUNTY OF SANTA CLARA)

JOY SHERMAN

On June 15, 2006 before me, the undersigned a Notary Public in and for said state, personally appeared JENNIFER SPARACINO, personally known to me or proved to me on the basis of satisfactory evidence to be the person who executed the within instrument.

WITNESS my hand and official seal.

Joy Sherman
Notary Public in and for said
County and State



STATE OF CALIFORNIA)

COUNTY OF _____)

On _____, 2006 before me, the undersigned a Notary Public in and for said state, personally appeared _____, personally known to me or proved to me on the basis of satisfactory evidence to be the person who executed the within instrument.

WITNESS my hand and official seal.

Notary Public in and for said
County and State

EXHIBIT A

LEGAL DESCRIPTION OF PROPERTY @ LAFAYETTE ST. AND REED ST. [BURDENED AREA]

All that certain real property situate in the City of Santa Clara, County of Santa Clara, State of California, being portions of Blocks 12 and 13 as shown upon the Map of Laurelwood Farm Subdivision, which map was filed for record in Book S of Maps, at Pages 7 and 8, Santa Clara County Records, and being more particularly described as follows:

Beginning at a point on the southwesterly corner of that certain 3.219 acre parcel of land as described in that document filed for record in Book 1244 of Official Records, at Page 242, said County Records, said point also being on the northeasterly property line of Southern Pacific Transportation Company (formerly S.P.R.R.) as shown on said map;

Thence, from said Point of Beginning, along the southeasterly line of said 3.219 acre parcel, North 23° 36' 00" West, 436.57 feet to the northwesterly corner of said 3.219 acre parcel, said corner also being a point on the southerly line of Reed Street as shown on said map;

Thence, along said southerly line of Reed Street, North 82° 48' 30" East, 65.50 feet;

Thence, along the current southerly line of Reed Street, North 53° 34' 30" West, 189.51 feet to a point of a tangent curve;

Thence, continuing along the current southerly line of Reed Street, along the arc of said tangent curve to the left, concave to the south, having a radius of 58.36 feet, through a central angle of 90° 08' 29", and an arc distance of 91.82 feet to a point of compound curvature;

Thence, along the arc of said compound curve, having a radius of 19.00 feet, through a central angle of 53° 09' 30", and an arc length of 17.63 feet to a point of tangency with a line drawn parallel to and 37.00 feet easterly of, measured at right angles to, the centerline of Lafayette Street, as said street is shown on that certain map filed for record in Book B of Maps, at Page 103, said County Records;

Thence, along said parallel line, South 16° 44' 00" East, 378.00 feet to said northeasterly property line of Southern Pacific Transportation Company (formerly S.P.R.R.);

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Thence, along said northeasterly line, South 61° 24' 00" East, 271.18 feet to the Point of Beginning;

EXCEPTING THEREFROM

A strip of land 100 feet in width, the southwesterly line of said strip being coincident with the most southerly line of said hereinabove described parcel, said southerly line having a bearing and distance of South 61° 24' 00" East, 271.18 feet. The sidelines shall be shortened or lengthened to intersect with the boundary line of above described parcel.

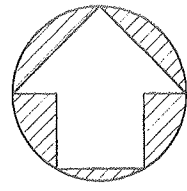
The above described Burdened Area contains an area of 49,023 square feet, more or less, as shown on the attached drawing (Tracing No. 11,557-A).

This description was prepared by me or under my direction in conformance with the Land Surveyors Act.


James Parissenti, L.S. 7531
License expires: 12/31/2007

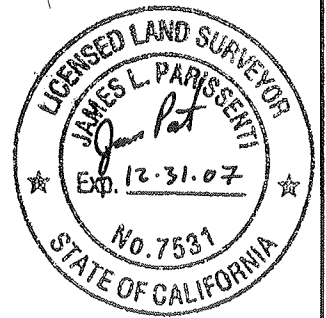
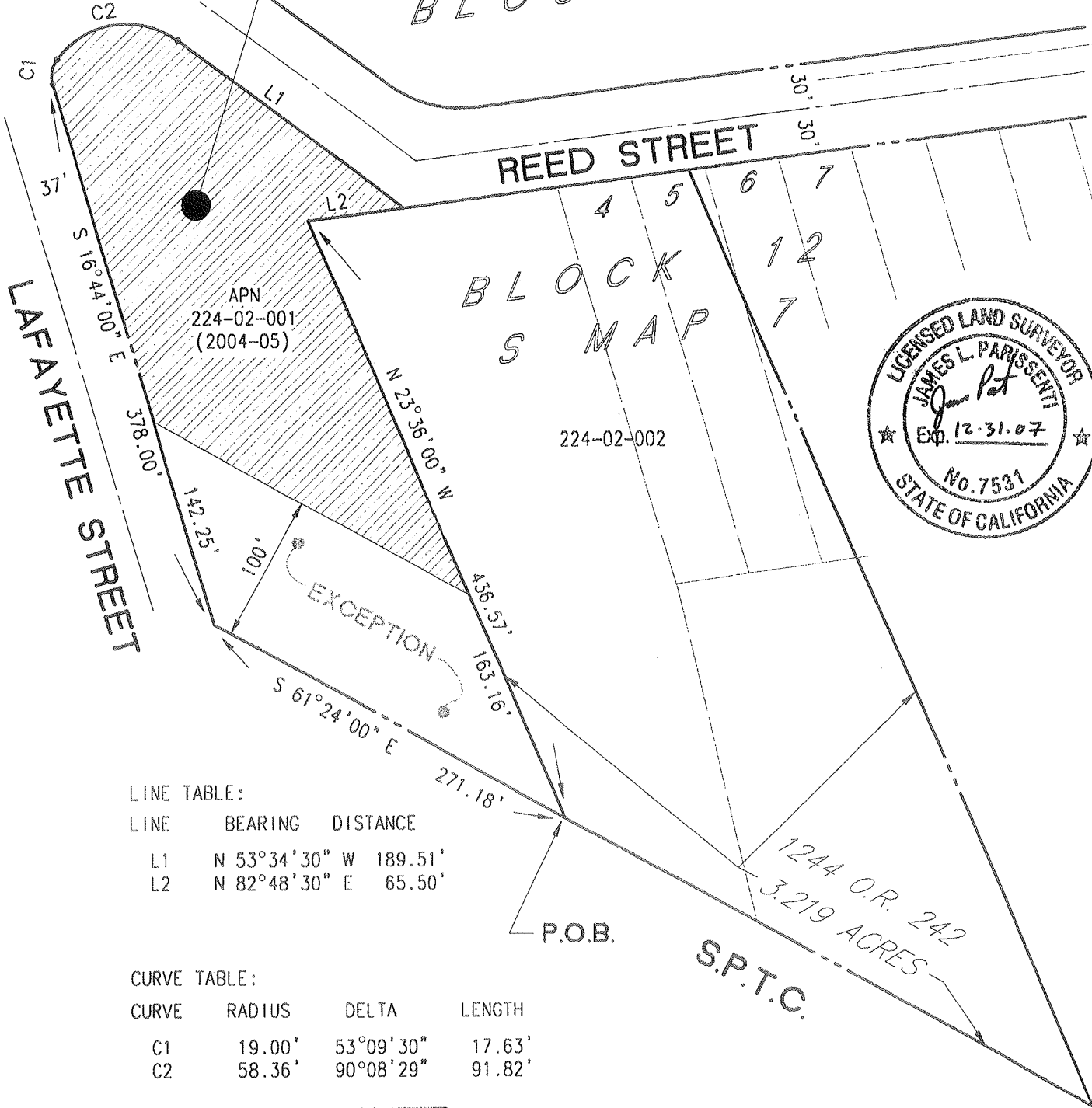


Date: 5-24-06



BURDENED AREA
AREA = 49,023 ± SQ. FT.

BLOCK 13



LINE TABLE:

LINE	BEARING	DISTANCE
L1	N 53°34'30" W	189.51'
L2	N 82°48'30" E	65.50'

CURVE TABLE:

CURVE	RADIUS	DELTA	LENGTH
C1	19.00'	53°09'30"	17.63'
C2	58.36'	90°08'29"	91.82'

K:\...\AUTOCAD\LPD\NELSON\SC18164 AGR dog prk.DWG

Revised	ND	12-07-05
Drawn By	Djn	12-15-05
Checked By	Jim P.	Date 1-3-06
Approved By	RAJEEV BATRA CITY ENGINEER	

CITY OF SANTA CLARA

EXHIBIT

S/E CORNER OF LAFAYETTE ST. & REED ST.

Scale	1" = 100'
Ref.	SC 18,164
Tracing No.	11,557-A

11-337-7

Final Site Management Plan

888 Reed Street
Santa Clara, California

Prepared for:

City of Santa Clara
1500 Warburton Avenue
Santa Clara, California 9505

Prepared by:

Geomatrix Consultants, Inc.
2101 Webster Street, 12th floor
Oakland, California 94612

May 2006

Project No. 2670.007



Geomatrix

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FIGURES

- Figure 1 Site Location Map
- Figure 2 Site Plan
- Figure 3 Master Plan Layout

FINAL SITE MANAGEMENT PLAN
888 Reed Street
Santa Clara, California

1.0 INTRODUCTION

Geomatrix Consultants, Inc. (Geomatrix), has prepared this Site Management Plan (SMP) on behalf of the City of Santa Clara (the City), for the 1.7-acre property located at 888 Reed Street in Santa Clara, California (the Site; Figure 1). The purpose of this SMP is:

- To present protocols and measures to protect construction and maintenance workers at the Site from potential exposures to constituents that are present in soil and groundwater; and
- To provide a plan for management of soil and groundwater disturbed during operations, maintenance, or development activities in a manner that protects human health and the environment.

This SMP has been prepared based on existing known conditions and the intended redevelopment of the Site as a dog park.

This document describes the Site background and environmental conditions, soil management activities, implementation of the SMP, representations and limitations of the SMP, and the references used in preparing the SMP, including those that provide information about known environmental conditions at the Site.

Terms used in this SMP include the following:

- Owner – property owner or leaseholder at any given time;
- Contractor – party conducting on-site activities and engaged by the Owner or other parties; and
- Consultant – party engaged by the Owner to assist in implementing this SMP.

2.0 BACKGROUND

This section summarizes the Site setting, past uses of the property, current environmental conditions, and future land use and presents a discussion of previous investigation and

remediation activities. Detailed background information is presented in several documents listed in the References in Section 8.0 of this SMP.

2.1 SITE SETTING

2.1.1 Site Description

The Site is an approximately 1.7-acre parcel of relatively flat land located in a predominantly commercial/industrial land-use area. The Site is bordered by Reed Street on the north, a property owned by Western Forge and Flange on the east, Union Pacific Railroad tracks on the south, and the Lafayette Street underpass on the west. The Site is barren of vegetation, dirt- and gravel-covered, and fenced. Two single-story buildings were formerly located on the Site were demolished in 2003 (Figure 2).

2.1.2 Past Site Use

The Site is currently vacant but was previously used by the City for temporary storage of equipment. The Site was operated as a maintenance yard by the City until the 1960s, and subsequently leased from the City for use as recreational-vehicle storage until 2002.

2.1.3 Future Site Use

The future use of the Site is as a dog park. Based on the Dog Park Master Plan (Master Plan), the Site consists of an area encompassing approximately 63,000 square feet (sf; Figure 3). Entrance to the dog park will be from Reed Street. The paved parking area on the east side of the Site will be approximately 15,000 square feet, with about 30 parking spaces and a concrete sidewalk. Facilities at the dog park are planned to include two small patios with sunshade structures, a restroom, water faucets, and an unmanned information kiosk. Dog turf areas will include separate fenced areas for large and small dogs (approximately 16,000 sf and 3,000 sf, respectively). The Site will be separated from the railroad right-of-way on the south side of the Site by a 50-foot open buffer area, and the perimeter will be lined with screen plantings.

The perimeter of the dog park will be secured on all sides with fencing and gates, including the parking area. Both electric and solar power lights will provide illumination for operational hours past sunset and for security lighting during closed hours.

2.2 SUBSURFACE CONDITIONS

The Site is underlain by a sequence of interbedded alluvial deposits, consisting of silt, clay, sand, and gravel to a depth of at least 80 feet. There are four general stratigraphic units beneath the Site. Silt and clay occur from ground surface to depths between approximately 15 and 22

feet below ground surface (bgs). Underlying the shallow silt and clay is a zone of silty and clayey sands that occurs between approximately 20 and 40 feet bgs (termed the A-Zone). These sands are mostly less than 5 feet thick but locally are up to 10 feet thick and appear to be relatively continuous. The A-Zone is separated from the next coarse-grained unit by a lower silt and clay unit that ranges from 15 to 25 feet thick. Beneath the lower silt and clay unit is the B-Zone, which consists of gravelly sand that is as much as 2 feet thick and appears to be continuous beneath the Site. The coarse-grained materials constituting the A- and B-Zones provide the greatest potential for groundwater flow and transport of chemicals, whereas the shallow and lower silt and clay units likely act to impede groundwater flow and chemical transport.

In 1989, when groundwater was first measured, groundwater was encountered at depths of about 30 to 33 feet bgs. However, due to regional recharge, groundwater levels subsequently rose to a depth of approximately 10 feet bgs. Groundwater flow in the A-Zone generally has been directed toward the east. Groundwater flow in the B-Zone has been directed toward the north. The vertical hydraulic gradient between the B- and A-Zones has consistently been upward.

2.3 PREVIOUS ENVIRONMENTAL INVESTIGATIONS AND REMEDIATION

Numerous phases of subsurface investigation have been conducted at the Site since 1989 to assess the presence and distribution of chemical constituents in soil and groundwater. The following is a summary of the previous investigations.

- In March 1989, a 550-gallon gasoline underground storage tank (UST) was removed from the central area of the maintenance yard (Figure 2). During removal operations, gasoline was observed in the vicinity of the excavation. Soil containing petroleum hydrocarbons was excavated in the vicinity of the former UST (RESNA Industries, 1994).
- Site investigations were performed between 1989 and 1996 (RESNA Industries, 1992, 1994; Geomatrix, 1996). During these investigations, soil borings, vapor wells, groundwater monitoring wells, and cone penetrometer testing (CPT) soundings were used to assess the stratigraphy and distribution of petroleum hydrocarbons.
- Chemical constituents detected during these investigations included benzene, toluene, ethylbenzene, and total xylenes (BTEX) and total petroleum hydrocarbons quantified against a gasoline standard (TPHg).

- Following the completion of Site investigations and implementation of groundwater monitoring, Geomatrix prepared a Correction Action Plan (CAP) and Addendum (Geomatrix, 1997a,b) and evaluated the case for closure in accordance with the California Regional Water Quality Control Board, San Francisco Bay Region (RWQCB), Supplemental Instructions to State Water Board December 8, 1995 Interim Guidance on Required Cleanup at Low-Risk Fuel Sites (Low-Risk Guidelines; RWQCB, 1996).
- After submission of the 2002 Annual Monitoring Report (Geomatrix, 2002) to the Santa Clara Valley Water District (SCVWD), the former lead regulatory agency overseeing the case, the SCVWD issued a letter with technical comments (SCVWD, 2002) outlining two options for reaching case closure: (1) more aggressive corrective action and (2) institutional land use controls (specifically, a deed restriction). In 2003, the City requested that Geomatrix evaluate Option 1 to progress toward case closure. A supplemental investigation was conducted in June 2003 to assess current subsurface conditions in the former gasoline UST area. Results of the investigation showed that the location of petroleum hydrocarbons in the subsurface appears to be similar to historical results, and the petroleum hydrocarbons do not appear to be significantly mobile (Geomatrix, 2005a).
- In 2005, the Santa Clara City Council directed that the Site be developed into a dog park. At the request of the City, Geomatrix initiated the process for achieving case closure by institutional land use controls and a deed restriction with the lead regulatory agency at the time, the County of Santa Clara (the County).
- To enable the redevelopment, the City also requested that Geomatrix perform a sitewide screening investigation and health risk assessment (HRA; Geomatrix, 2005b) to supplement the previous health risk assessment completed for the Site in 1997 (Geomatrix, 1997a). The 2005 HRA determined that the Site presents no significant risk to human health based on the intended use of the Site as a dog park and that direct exposure to petroleum-related constituents in groundwater will not occur in the absence of deep subsurface excavations.
- A Revised CAP and Case Closure Request (Revised CAP) was submitted to the County in January 2006 as part of the closure documentation for the Site (Geomatrix, 2006). The Revised CAP concluded that the Site continued to conform to the Low-Risk Guidelines and recommended three long-term management measures to allow for case closure: 1) deed restriction; 2) site management plan; and 3) destruction of site groundwater monitoring wells. The Revised CAP was placed for a 30-day public comment period by the County, which ended on March 1, 2006. On March 6, 2006, the County transferred oversight of the fuel leak case to the RWQCB, and the RWQCB issued approval of the Revised CAP on April 10, 2006. Groundwater monitoring wells were destroyed on April 24, 2006.

3.0 SUMMARY OF HUMAN HEALTH RISK ASSESSMENT

The 2005 HRA included a Tier 2 risk-based screening evaluation of on-site surface soil (Geomatrix, 2005b). The results indicated that constituents in surface soil are not present at concentrations greater than health screening criteria promulgated by regulatory agencies having jurisdiction. With the exception of one arsenic detection, all detected chemical concentrations were below their respective screening levels for residential land use. Although the future Site use will not be residential, this comparison provides protection for potential future receptors (construction worker, maintenance worker, and dog park visitor) with a margin of safety. The elevated arsenic concentration was evaluated and determined to not be representative of Site conditions.

The 2005 HRA also evaluated potential human exposure to groundwater based on the planned Site use as a dog park. Volatilization of BTEX compounds from groundwater to ambient air was determined to be the only complete groundwater exposure pathway applicable to the future Site use. A subsurface vapor intrusion pathway was not evaluated because no enclosed indoor structures are planned. The only building in the Master Plan is the restroom, which will have natural ventilation through vents and openings that are covered by mesh screens (Figure 3). Based on data collected from the Site, the 2005 HRA concluded that potential exposure to chemicals in outdoor air volatilized from the subsurface should not result in unacceptable health risks to construction workers, maintenance workers, or future visitors/dog owners, based on the assumptions and conditions evaluated. A re-evaluation of potential human health risks at the Site may be required if Site use or conditions change significantly.

Because petroleum-related constituents will remain beneath the Site after redevelopment to a dog park, the HRA recommended the preparation of this SMP.

4.0 REGULATORY STATUS AND GENERAL REQUIREMENTS

Oversight of soil management activities likely will be performed by the City with oversight from the Regional Water Quality Control Board, San Francisco Bay Region.

4.1 REGULATORY REQUIREMENTS

Earthwork activities may be subject to federal, state, and local laws and regulations, including those promulgated by the U.S. Environmental Protection Agency (EPA), Cal-EPA, the Bay Area Air Quality Management District (BAAQMD), the City of Santa Clara, and the Occupational Safety and Health Administration (OSHA). These laws address issues such as

dust generation, hazardous waste, storm water, health and safety (e.g., shoring), and community right-to-know. While some of these issues are discussed in this SMP, it is the responsibility of the Contractor to ensure that all earthwork activities comply with current applicable laws and regulations.

The RWQCB has approved the following long-term management measures to allow for closure of the fuel leak case: 1) deed restriction, described in Section 4.2; 2) site management plan (this document); and 3) destruction of the site groundwater monitoring wells, completed on April 24, 2006 (Geomatrix, 2006). The final groundwater monitoring event prior to application for case closure was performed on July 8, 2005, in accordance with SCVWD and the County's requirements (Geomatrix, 2005c).

4.2 SUMMARY OF DEED RESTRICTION

The deed restriction, referred to as Covenant and Environmental Restrictions on Property (the Covenant), sets forth provisions, conditions, and restrictions with respect to use of the property. The Covenant applies to the northern portion of the property (approximately 49,000 sf), as shown on Figure 2. A 100-foot setback from the southern property boundary is excluded from the Covenant for future expansion of the Bay Area Rapid Transit System. This section of the report provides a brief summary of the Covenant. A complete text of the document can be obtained from the RWQCB.

The provisions of the Covenant stipulate that: (a) the Covenant shall be binding upon all owners of the land; (b) the Owner shall provide written notice to purchasers, lessees, or renters of the property that a release of hazardous substances has come to be located on or beneath the property; and (c) the Owner shall provide written notice to the RWQCB regarding any conveyance of any ownership interest.

The restrictions of the Covenant state that the property shall be restricted to low-impact uses, such as a dog park, or industrial land uses, as defined by the City of Santa Clara General Plan. The property shall not be used for residential housing, hospital, school for minors, or day care center for children or senior citizens. No buildings shall be constructed on the site other than the restroom building evaluated in the 2005 HRA for the planned site use as a dog park unless the risk to human health is analyzed for that use and the RWQCB approves such use in writing. Soil at the Site shall be managed as outlined herein. No groundwater shall be extracted for purposes other than remediation or construction dewatering. Excavation work can be performed only as outlined herein or as permitted by the RWQCB.

5.0 SOIL AND GROUNDWATER MANAGEMENT ACTIVITIES

This section outlines soil management measures that will be implemented during Site construction activities. This SMP is written to specifically address issues that may arise during the construction and maintenance of the proposed dog park at the Site.

5.1 SITE MANAGEMENT MEASURES

The following guidelines will be followed during future earthwork activities at the Site. These site management measures are to be implemented by parties involved in construction and maintenance activities at the Site, including the Owner, Consultant, and Contractors, as well as utility contractors accessing public utilities (e.g., electrical, sewer). Activities may include but are not limited to excavation, demolition, construction, construction grading, landscaping, geotechnical studies, and utility repair. Parties engaged in soil handling during future earthwork activities that extend more than one foot below ground surface should be provided a copy of this SMP. The Contractor should prepare its own separate Site Health and Safety Plan to address worker safety measures and appropriate notifications during construction activities.

5.1.1 Access Control

Vehicle and personnel access to areas where soil will be disturbed should be controlled. Caution tape, cones, fencing, steel plates, or other measures should be used to clearly designate the active area and to prevent access by the public. Stockpiles of excavated soil should be covered as described in Section 5.1.2 and secured by temporary fences or other means to prevent unauthorized access.

5.1.2 Soil Handling Guidelines

The soil sampling and analytical program conducted at the Site indicates that chemicals are not present at concentrations of concern to a depth of 4.5 feet bgs and that soil to a depth of 10 feet bgs does not contain BTEX or TPHg above the laboratory detection limits (RESNA, 1994). Groundwater at the Site contains volatile organic compounds (VOCs), BTEX, and petroleum hydrocarbons (PHCs), and it is first encountered at approximately 10 feet bgs. Thus, soil to a depth of 10 feet bgs or to the depth of groundwater, whichever is shallower, can be graded and excavated and used on site in accordance with the handling guidelines of this section. Soil deeper than 10 feet bgs, or below the depth of groundwater, should not be excavated without notifying the RWQCB of the work and evaluating the risk to human health for the activity. The following guidelines should be generally followed when handling shallow soil at the Site:

1. **Permitting.** A grading permit is required by the City of Santa Clara for all excavations except when the excavation is less than 2 feet deep or the excavation is less than 5 feet deep and the side wall slope is less than 1.5 feet horizontal to 1 foot vertical.
2. **Handling of soil during excavation.** The Consultant should be contacted prior to construction activities. Soil that is excavated, graded, or uncovered during construction activities should be observed for evidence of discoloration, staining, and/or noticeable chemical odors. Additionally, excavated soil should be screened for organic vapors using a photoionization detector (PID). If potentially chemically-affected soil is encountered during excavation, the Owner or their representatives should be notified and the protocols discussed herein should be followed. If no evidence of affected soil is encountered, the soil may be re-used as backfill, as discussed in Item 3, below. Access to stockpile areas should be controlled to prevent unauthorized persons from accessing exposed soil (Section 5.1.1).
3. **Securing soil piles.** At the end of each workday, large soil stockpiles should be secured with a cover consisting of a minimum of 10-mil plastic sheeting to prevent erosion or runoff. Stockpiles should be secured by temporary fences or other means to prevent unauthorized access.
4. **Reuse and disposal of soil.** Soil that is not affected, as described in Item 2, may be reused on site. Soil to be disposed of off site should be sampled, analyzed, and profiled in accordance with the designated disposal facility requirements and all applicable state and federal laws. Soil disposed of off site must be properly manifested and transported by a registered transporter under applicable U.S. and California Department of Transportation regulations. Current federal and state requirements should be reviewed prior to disposal of soil.
5. **Fill Material.** Soil brought to the Site as fill material should be characterized to assess whether chemicals may be present in the soil at concentrations exceeding criteria for residential use. Characterization may be based on knowledge of the source (e.g., material directly from a quarry) or sample analysis results. Sampling and analysis should be conducted in general accordance with the October 2001 Department of Toxic Substances Control (DTSC), "Information Advisory – Clean Imported Fill Material" (Advisory; DTSC, 2001 or the current edition of the document published by the DTSC or its successor agencies) and be based on knowledge of the soil source. Analyses may include but are not limited to metals, PHCs, pesticides, and polycyclic aromatic hydrocarbons. The Consultant should be contacted to define criteria appropriate for use at the time of the activity.

5.1.3 Management of Open Excavations

For excavations that must be left open after the end of a work day, dust control measures should be implemented to prevent dust generation while the excavation is unattended, as

described in Section 5.1.4. In addition, public access to the excavation should be controlled by implementation of access controls, as described in Section 5.1.1.

5.1.4 Dust Control and Monitoring

5.1.4.1 Dust Control

Dust may be generated by construction activities. When earthwork activities occur, dust control measures should be implemented to minimize dust generation. General dust control measures recommended by BAAQMD (1999) and other recommended practices include:

- Sprinkle water to maintain soil moisture, as necessary;¹
- Cover all trucks hauling soil, sand, or other loose materials or require all trucks to maintain at least 2 feet of freeboard;²
- Pave, apply water three times daily, or apply soil stabilizers (non-toxic) on all unpaved roadways, parking areas, or staging areas;
- Sweep all paved access roads, parking areas, and staging areas daily;
- Sweep streets daily if visible soil material from the Site is carried onto adjacent public streets;
- Restrict non-essential traffic to compacted roadways and capped portions of the Site;
- Limit vehicle speeds to 5 miles per hour on unpaved portions of the Site;
- Minimize drop heights while loading transportation vehicles; and
- Cover exposed soil or stockpiles and secure with fencing or other means.

5.1.4.2 Air Monitoring

Known concentrations of VOCs in groundwater at the Site and evaluation of the potential health risks indicate that respiratory protection for VOCs is not necessary during construction activities. However, as a precaution, the Contractor should regularly monitor for VOCs with a PID during earthwork and excavation activities.

The action level for donning a half-face respirator (continuous reading of 0.2 parts per million [ppm] in the breathing zone) is conservatively based on the lowest Permissible Exposure Limit (PEL) for VOCs found in groundwater at the Site (1 ppm for benzene); a five-fold factor of

¹ BAAQMD recommends at least twice daily.

² Trucks hauling soil off site must secure the load in accordance with California and United States Department of Transportation regulations.

safety was used to establish the action level. An action level of 2 ppm (continuous reading) should be considered for work stoppage, based on the assigned protection factor of 10 for half-face respirators. If continuous high readings are measured, further evaluation is necessary to confirm the results. Should monitoring indicate the need for respiratory protection, the Contractor should immediately notify the Owner for the Owner's general information.

5.1.5 Storm Water Management

Storm water pollution controls are required to minimize runoff of sediment in storm water. The Master Plan (Figure 3) suggests that more than one acre of ground will likely be disturbed by construction activities. The National Pollutant Discharge Elimination System (NPDES) General Permit for Storm Water Discharges Associated with Construction Activity (99-08-DWQ) (General Permit) applies to construction projects greater than 1 acre.

For discharges to be covered under the General Permit, the Owner or duly authorized representative must submit a Notice of Intent (NOI) to the RWQCB. A Notice of Termination (NOT) must be submitted to the State Water Resources Control Board (SWRCB) and RWQCB once the project is complete.

If earthwork activities occur in an area greater than 1 acre in size, a storm water pollution prevention plan (SWPPP) will be required. The SWPPP should be prepared by the Contractor to address requirements for erosion prevention and storm water management in accordance with RWQCB. Storm water pollution controls should be based on Best Management Practices (BMPs), such as those described in the "Information on Erosion and Sediment Controls for Construction Projects: A Guidebook" (RWQCB, 1998) and "Erosion and Sediment Control Field Manual" (RWQCB, 2002) or current editions of these documents published by the RWQCB or its successor agencies. Sediment and erosion controls will be the primary methods for minimizing sediment runoff from the Site.

5.2 UNANTICIPATED SUBSURFACE CONDITIONS

It is possible that unknown, historical subsurface features and structures (such as underground vaults or piping) may remain at the Site. If present, these structures or features may be encountered during construction activities. In addition, chemicals other than those previously identified may be present in Site soil. Unanticipated subsurface conditions may include, but not be limited to, the following:

- Underground storage tank;

- Concrete vault;
- Underground piping; or
- Chemical impact that could cause stained soil or odors.

Whenever unanticipated conditions are encountered, the Contractor should stop work in that area, secure the work area, and evaluate the situation before any further action is taken. Further action may include removal or in-place abandonment of subsurface structures or characterization and appropriate handling of soil potentially affected by chemicals. Further action should be taken in consultation with appropriate regulatory agencies.

The following provides some general guidelines for addressing below-grade structures.

- The Contractor should notify the Owner or the Owner's designated representative if a below-grade structure is discovered. The Owner will be responsible for notifying the RWQCB. If the structure is a former petroleum hydrocarbon-containing UST or piping, the Owner should notify the RWQCB, the Santa Clara Fire Department, and the County of Santa Clara. A work plan may be required prior to tank removal, investigation, and closure.
- Residual liquid or sludge, if present in the encountered below-grade structure or pipeline, should be removed, placed in sealed storage containers, characterized as required by laws and regulations and by the permitted disposal facility, and appropriately disposed.
- The below-grade structure should be removed or abandoned in place as required by law or regulations. Contaminated soil surrounding the below-grade structure should be addressed under appropriate regulatory oversight.

5.2.1 Equipment Decontamination

After encountering potentially affected soil during construction or maintenance activities, decontamination of construction equipment prior to leaving the Site will be necessary. All equipment contacting affected soil should be decontaminated using water (e.g., pressure washing). If vehicles are exposed to affected soil, decontamination procedures should include removing loose soil from the vehicle exterior with brooms or brushes. Soil not removed by brushing should be removed by washing with soap and water or steam-cleaning.

Water from the cleaning processes should be collected and containerized and sampled prior to proper disposal. Small equipment can be cleaned directly in a container that will be used for storing the water before disposal (e.g., bucket or drum). For larger equipment or vehicles that

must be washed, a temporary decontamination area should be set up for collecting and containerizing wash water. Access to the decontamination area should be restricted. Other methods for handling decontamination water (e.g., disposal to sewer or storm drain, on-site use for dust control) may be used if approved by the RWQCB or the appropriate lead agency.

6.0 MANAGEMENT OF SMP

This section discusses responsibilities for managing this SMP and the circumstances under which this SMP may be modified.

6.1 RESPONSIBILITIES

The Owner will oversee implementation of this SMP at the Site. In addition, the Owner will include a copy of the SMP in all contracts signed with Contractors, and will provide a copy of the SMP to third-party contractors, such as utility contractors, working at the Site. The Contractor is responsible for adhering to this SMP, following project specifications, and job and Site safety. The Consultant, on behalf of the Owner, may observe construction activities but is not responsible for directing/supervising the Contractor's operations/work. The Contractor is also responsible for providing a copy of the SMP to its subcontractors.

6.2 MODIFICATIONS OF SMP

This SMP was developed based on Geomatrix's understanding of current conditions at the property and applicable regulations. It may be necessary to modify this SMP from time to time for any of several reasons, including:

- change in property use;
- change in understanding of environmental conditions (e.g., newly identified chemicals);
- intrusive activity that is not addressed by this SMP;
- new chemical toxicity information for VOCs; or
- new legal requirements.

6.3 DOCUMENTATION

Records should be kept by the Owner, or Owner representatives, documenting the off-site removal of soil during construction activities and as part of future maintenance activities. Additionally, any previously unidentified environmental issues encountered during construction activities should be documented. A copy of this SMP should be present at the Site

during construction activities. Additionally, a copy should be kept in the park manager's office as a reference for future maintenance activities.

7.0 SCOPE, REPRESENTATIONS, AND LIMITATIONS

This SMP was developed exclusively to address PHCs and BTEX in groundwater or soil at the Site. This SMP does not address issues related to other chemicals or media that may be encountered during construction projects including, but not limited to, demolition and construction debris, asphalt, concrete, asbestos-containing materials, and lead-based paint. If such materials are encountered during a construction project, Contractors and workers are responsible for complying with all applicable laws pertaining to the handling and disposal of these materials.

In preparing this SMP, Geomatrix has relied upon certain information and documents prepared by others. To the extent that recommendations are based in whole or in part on such information, those conclusions are contingent on its accuracy and validity. Geomatrix assumes no responsibility for any consequences arising from any information or condition that was concealed, withheld, misrepresented, or otherwise not fully disclosed or available to Geomatrix.

This SMP is based on current known Site conditions and current laws, policies, and regulations. No representation is made to any present or future developer or property Owner of the Site or portions of the Site with respect to future Site conditions, other than those specifically identified within this report.

Geomatrix disclaims any responsibility for any unintended or unauthorized use of this SMP. Geomatrix has not made any commitment to or assumed any obligation or liability to any present or future developer, property Owner, tenant, Consultant, agent, Contractor, user, or other party owning or visiting the Site or portion of the Site based upon or arising out of implementation of this SMP. It is expressly understood that while this SMP is intended to provide guidance and establish a framework for the management of residual chemicals in soil and groundwater to protect human health and the environment, this SMP shall not create any warranties or obligations to Geomatrix as to implementation, adequacy, or success of protective measures under this SMP.

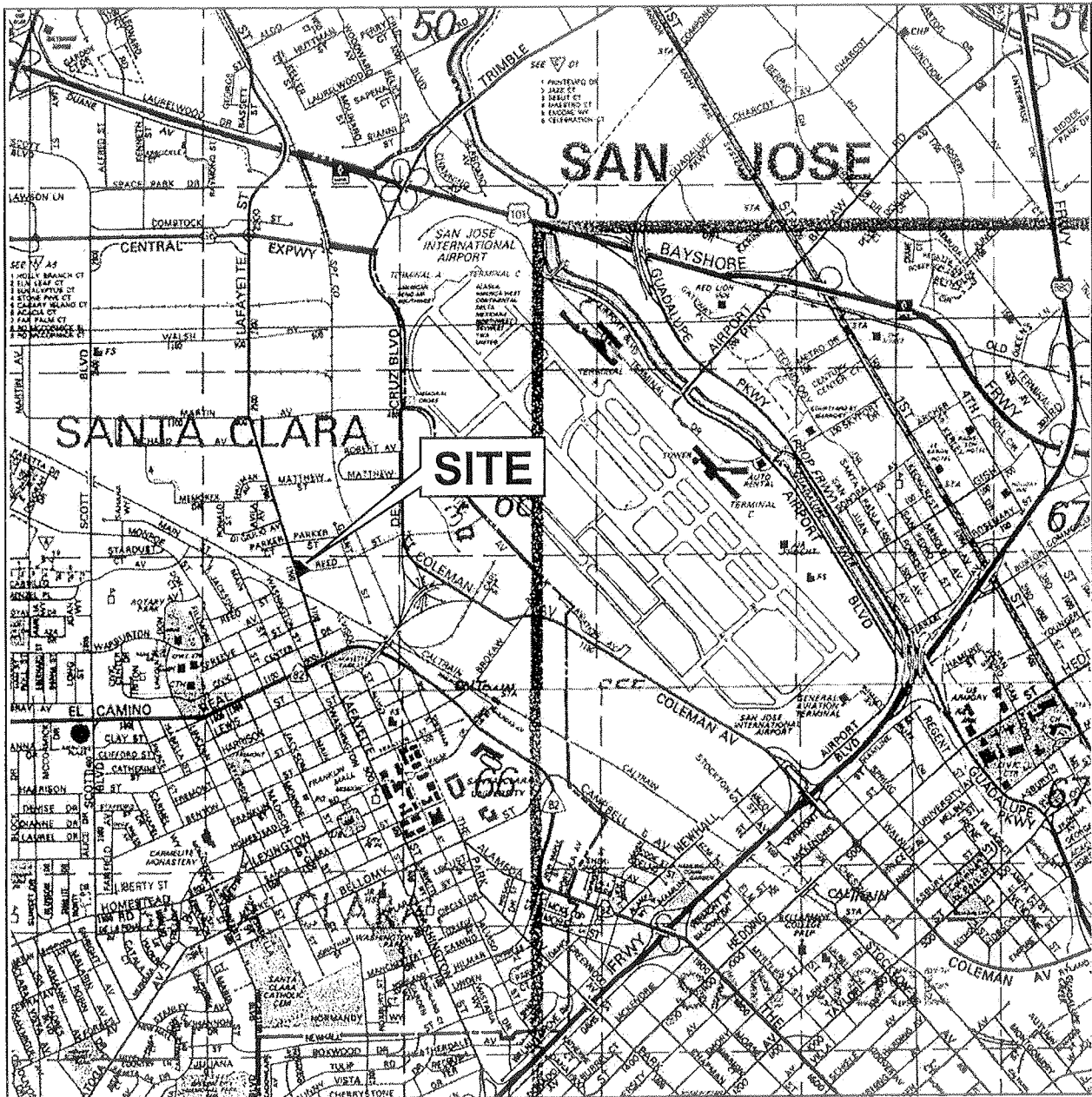
8.0 REFERENCES

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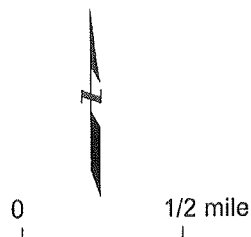
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Santa Clara Valley Water District, 2002, 888 Reed Street, Santa Clara, California, August 22.

FIGURES



Map Source: The Thomas Guide, Santa Clara County, 1995. Reproduced with permission granted by THOMAS BROS. MAPS®. This map is copyrighted (c)1996 by THOMAS BROS. MAPS®. It is unlawful to copy or reproduce all or any part thereof, whether for personal use or resale, without permission.



SITE LOCATION MAP
888 Reed Street
Santa Clara, California

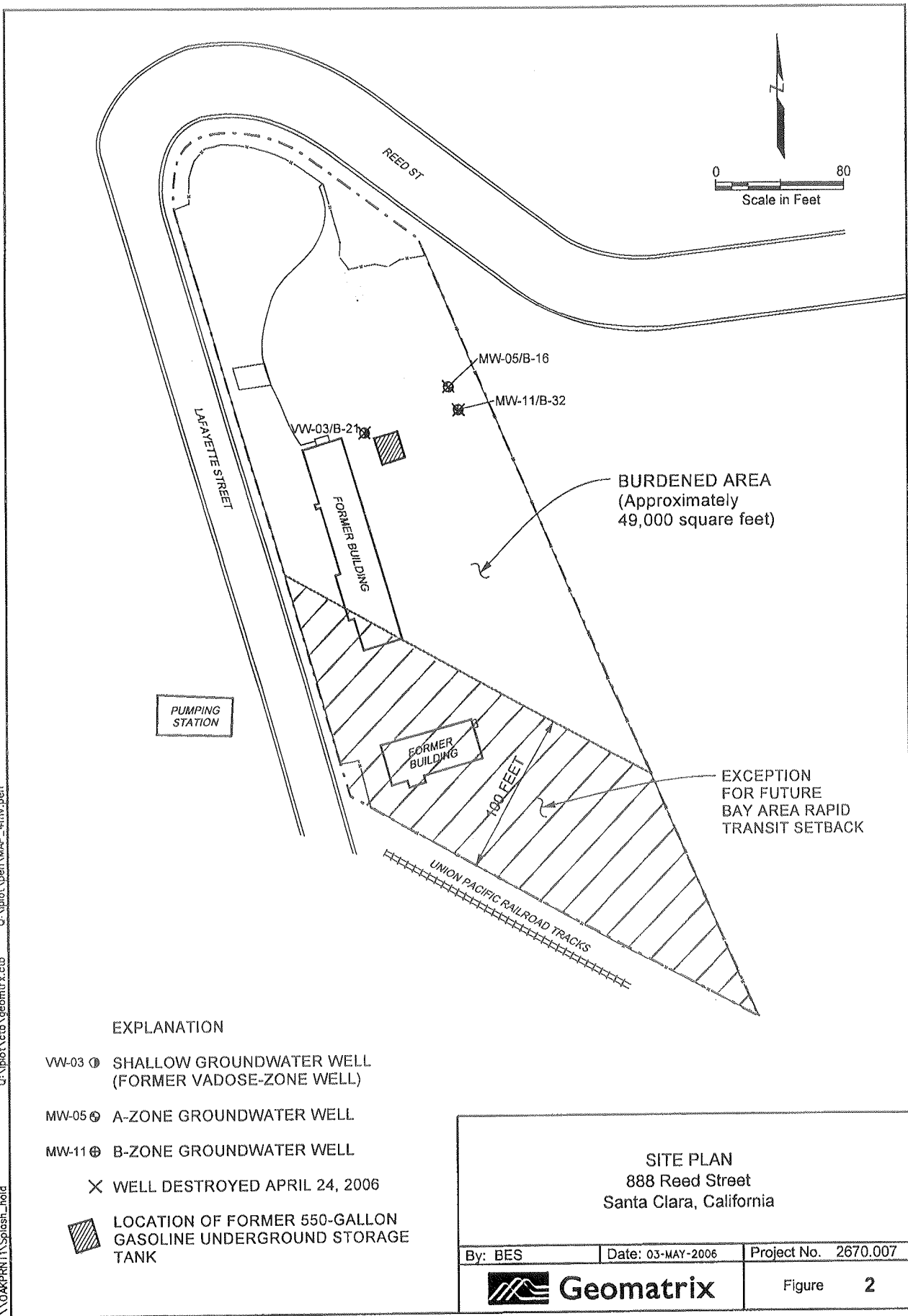
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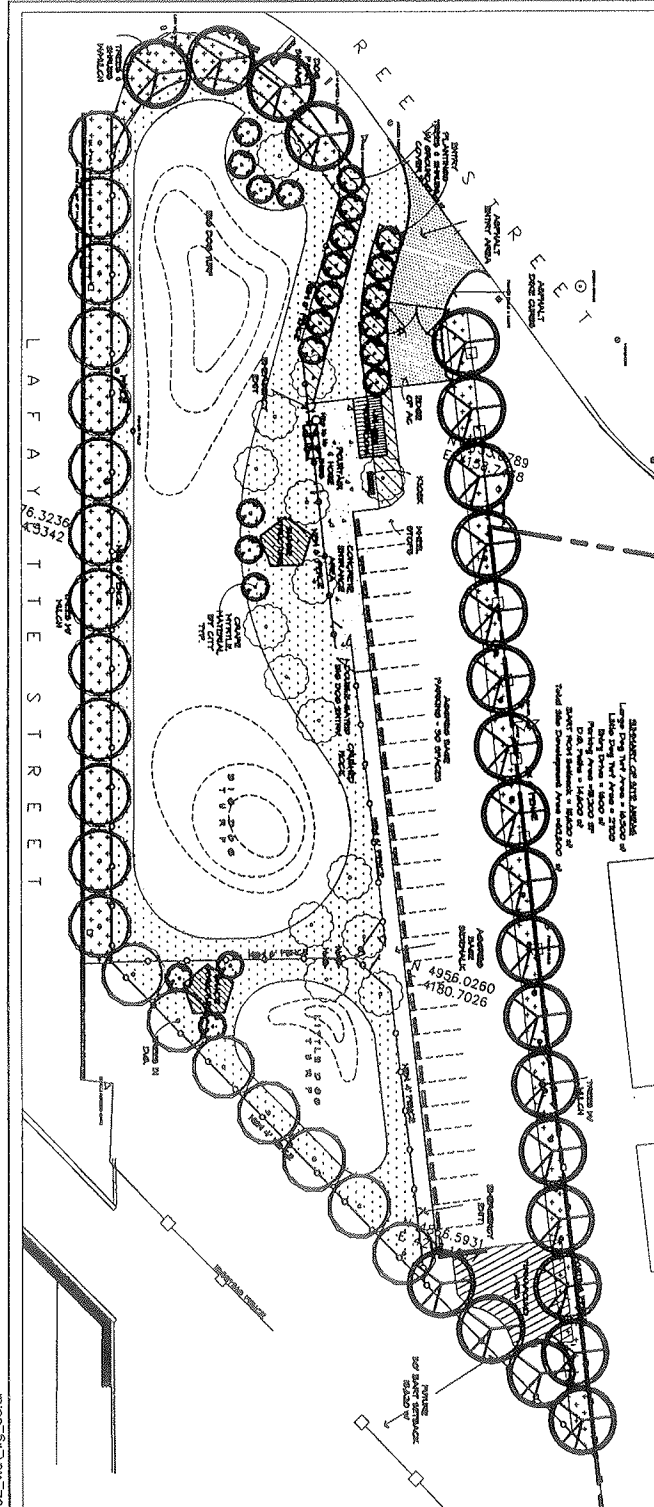


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Figure 1

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Note: Master plan layout obtained from
Dillingham Associates Landscape
Architects of Berkeley, California.

MASTER PLAN LAYOUT 888 Reed Street Santa Clara, California

By: BES	Date: 5/3/2006	Project No. 2670.007
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Figure 3